Estimated average burden hours per response

OMB Number:

Expires:

UNITED STATES ECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 FORM D NOTICE OF SALE OF SECURITIES **ÉÙRSUANT TO REGULATION D. SECTION 4(6), AND/OR** NIFORM LIMITED OFFERING EXEMPTION

OMB APPROVAL

April 30, 2008

16.00

SI	EC USE	ONLY
Prefix		Serial
DA	TE REC	CEIVED

Name of Offering (□ c	heck if this is an amendme	ent and name has changed,	and indicate change)		
AMERICAN URAN Issuance of 6,000,00	NIUM CORPORATIO O shares.	N (the "Company")				
Filing Under (Check bo	ox(es) that apply):	☐ Rule 504	☐ Rule 505	■Rule 506	☐ Section 4(6)	☐ ULOE
Type of Filing:	■ New Filing	☐ Amendment				
		A. BASIC IDENT	TIFICATION DATA	A 111		
1. Enter the information	n requested about the issue	er				
`	ck if this is an amendment	U /	d indicate change)		07077294	
Address of Executive C	Offices	(Number and Stre	et, City, State, Zip C	ode) Telephone is	umoer (including Are	a Code)
5 Locust Road, Orle	eans, MA 02653			508-240-12	59	
Address of Principal Bu (if different from Execu	usiness Operations utive Offices)	· (Number and Stree	et, City, State, Zip C ESSFN	ode) Telephone N	umber (Including Are	a Code)
Brief Description of Bu	isiness					
The Company is a jun	ior mineral exploration	• •	<u> </u>			
Type of Business Organ	nization	THOM:	SON		_	
■ corporation		FINANO Dimited partnership,	already formed	☐ other (pl	ease specify)	
☐ business trust		☐ limited partnership,	to be formed			
Actual or Estimated Da	te of Incorporation or Org	anization Month 0	Yea 3 20	r 05 ■ Actua	☐ Estimat	ed
Jurisdiction of Incorpor	ration or Organization:	(Enter two-letter U.S. Po CN for Canada, FN for o			NV	}

GENERAL INSTRUCTIONS

Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C.

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes form the information previously supplied in Part S and B. Part E and the Appendix need not be filed with the SEC. Filing Fee: There is no federal filing fee.

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

ATTENTION

Failure to file the notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice

A	RACIO	IDENTI	CICA	TION	DATA
A -	BASIL	IIIPH NEI	MIG A		

- 2. Enter the information requested for the following:
 - Each promoter of the issuer, if the issuer has been organized within the past five years;
 - Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer;
 - Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and

Each general and ma	anaging partner of p	artnership issuers.			
Full Name (Last name first, if individual) RICH, Robert A. Business or Residence Address (Number and Street, City, State, Zip Code) 5 Locust Road, Orleans, MA 02653 Check Box(es) that Apply:			General and/or Managing Partner		
Full Name (Last name first, it	k Box(es) that Apply:				
RICH, Robert A.					
Business or Residence Addre	ss (Number and St	reet, City, State, Zip Code)			
5 Locust Road, Orleans,	MA 02653	<u> </u>			
Check Box(es) that Apply:	☐ Promoter	☐ Beneficial Owner	☐ Executive Officer	☐ Director	General and/or Managing Partner
Full Name (Last name first, it	findividual)				
Business or Residence Addre	ss (Number and St	reet, City, State, Zip Code)			
Check Box(es) that Apply:	☐ Promoter	☐ Beneficial Owner	☐ Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, it	findividual)				
Business or Residence Addre	ss (Number and St	reet, City, State, Zip Code)			
Check Box(es) that Apply:	☐ Promoter	☐ Beneficial Owner	☐ Executive Officer	☐ Director	☐ General and/or Managing Partner
Full Name (Last name first, it	f individual)				
Business or Residence Addre	ss (Number and St	reet, City, State, Zip Code)			
Check Box(es) that Apply:	☐ Promoter	☐ Beneficial Owner	☐ Executive Officer	☐ Director	General and/or Managing Partner
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner Full Name (Last name first, if individual) RICH, Robert A. Business or Residence Address (Number and Street, City, State, Zip Code) 5 Locust Road, Orleans, MA 02653 Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code)					
Business or Residence Addre	ess (Number and St	reet, City, State, Zip Code)			
Check Box(es) that Apply:	☐ Promoter	☐ Beneficial Owner	☐ Executive Officer	Director	
Full Name (Last name first, i	f individual)	· · · · · · · · · · · · · · · · · · ·			
Business or Residence Addre	ss (Number and St	reet, City, State, Zip Code)		·	
Check Box(es) that Apply:	seek Box(es) that Apply:		☐ General and/or Managing Partner		

(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

CW1388233.1

					В. П	NFORMAT	ION ABOU	T OFFERI	NG				
												Yes	No
1.	Has the	issuer sold,	or does the	issuer intend	to sell, to n	on-accredite	d investors i	n this offerii	1g?	•••••			
				Answer also	in Appendix	, Column 2,	if filing unde	er ULOE.					
2.	What is	the minimu	ım investmei	nt that will b	e accepted f	rom any ind	ividual?		*************	••••••			l/A
												Yes	No
3.			_	vnership of a	_								
4.	or simil listed is of the b	lar remunera s an associat roker or dea	ition for solic ed person or iler. If more	for each per citation of pr agent of a b than five (5 t broker or d	irchasers in roker or dea) persons to	connection v	vith sales of I with the SI	securities in EC and/or w	the offering ith a state or	g. If a person states, list the	n to be ne name		
Ful	Name (Last name fi	irst, if indivi	dual)									
N/A													
		Residence A	Address (Nu	mber and St	reet, City, S	tate, Zip Cod	ie)						
N/A													
		sociated Bro	ker or Deale	er									
N/A		1.1 D		11 14 - 1 1		11.2.6							
				olicited or In								_	All States
•				ual States)									
	AL] [IL]	[AK]	[AZ]	[AR] [KS]	[CA]	[CO]	[CT]	[DE]	[DC] [MA]	[FL]	[GA] [MN]	[HI] [MS]	[ID] [MO]
	MT]	[IN] [NE]	[IA] [NV]	[NH]	[KY] [NJ]	[LA] [NM]	[ME] [NY]	[MD] [NC]	[MA] [ND]	[MI] [OH]	[OK]	[OR]	[PA]
-	[RI]	[SC]	[SD]	[NI]	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]
	=		irst, if indivi		[IA]	ردان	[' ']	[,,,]	[,,,,]	[,,,]	[,,,,]	[,,,]	[, ,,]
N/A	•			addi)									
Bus	siness or	Residence A	Address (Nu	mber and St	reet, City, S	tate, Zip Coc	de)						
Nar	ne of As	sociated Bro	oker or Deale	er				<u> </u>					
Sta	es in Wh	nich Person	Listed Has S	Solicited or In	ntends to So	licit Purchas	ers						
(Ch	eck "All	States" or c	heck individ	ual States)		*******************	*************					C	All States
(AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[ID]
	[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[MT]	[NE]	[NV]	(NH)	[NJ]	[NM]	[NY]	[NC]	[ND]	[HO]	[OK]	[OR]	[PA]
	[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]
Ful	l Name (Last name fi	irst, if indivi	dual)									
N/A													
Bus	siness or	Residence A	Address (Nu	mber and St	reet, City, S	tate, Zip Coo	ie)						
Nai	ne of As	sociated Bro	oker or Deale	<u> </u>									
Sta	tes in Wi	nich Person	Listed Has S	Solicited or I	ntends to So	licit Purchas	ers					_ <u>_</u> _	
		States" or c	heck individ	lual States)								C	All States
	AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[ID]
	[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
	MT]	[NE]	[NV]	[NH]	[NJ]	[NM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]	[PA]
	[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]

(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

	C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND US	e or	PROCEEDS		
1.	Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if answer is "none" or "zero". If the transaction is an exchange offering, check this box \square and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.	-			
	Type of Security		Aggregate Offering Price		Amount Already Sold
	Debt	\$	0_	\$	0
	Equity	\$	0	\$	0
	■ Common □ Preferred		6,000,000	_	6,000,000
	Convertible Securities (including warrants)	\$_	0	\$_	0
	Partnership Interests	\$	0	\$_	0
	Other (Specify)	\$_	0	\$_	0
	Total	\$_	0_	\$_	0
	Answer also in Appendix, Column 3, if filing under ULOE.				
2.	Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."				
			Number Investors		Aggregate Dollar Amount of Purchases
	Accredited Investors		1	\$	N/A*
	Non-accredited Investors	_		\$	
	Total (for filings under Rule 504 only)	_	1	\$	N/A*
	*Shares were issued in connection with an option and joint venture agreement				
	Answer also in Appendix, Column 4, if filing under ULOE.				
3.	If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1.				
	Type of Offering		Type of Security		Dollar Amount Sold
	Rule 505		•	\$	
	Regulation A	_		٠.	
	· · · · · · · · · · · · · · · · · · ·			° -	
	Rule 504		 .	*_	
4.	a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.	_		\$_	
	Transfer Agent's Fees			\$	
	Printing and Engraving Costs			\$	
	Legal Fees			\$	
	Accounting Fees			s -	
	Engineering Fees		_	s	
	Sales Commissions (specify finders' fees separately)		_	\$	
	Other Expenses (identify)		_	\$	
	Total		•	s -	0

Page 4

Affiliates To Oth Salaries and fees	and total expenses furnished in response to Part C - Question 4.a. This difference is the "adjusted gross proceeds to the issuer." Indicate below the amount of the adjusted gross proceeds to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C - Question 4.b. allove. Payments to Officers, Directors, & Payments To Others Salaries and fees		C. OFFERING FRICE	E, NUMBER OF INVESTORS, EXPENSES AND I	USE OF F	ROCEEDS	 .	
each of the purposes shown. If the antount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C – Question 4.b. above. Payments to Officers, Directors, & Affiliates Salaries and fees. \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$	each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C – Question 4.b. allove. Payments to Officers, Directors, & Affiliates Salaries and fees Salaries and fees Purchase of real estate. Purchase, rental or leasing and installation of machinery and equipment Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger) Repayment of indebtedness Working capital Other (specify) Column Totals Total Payments Listed (column totals added) D. FEDERAL SIGNATURE The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnishe by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502. Signature AMERICAN URANIUM CORPORATION Title of Signer (Print or Type) Title of Signer (Print or Type)		and total expenses furnished in response to Part C.	 Question 4.a. This difference is the "adjusted gross" 			\$	(
Salaries and fees	Salaries and fees		each of the purposes shown. If the amount for any the box to the left of the estimate. The total of the	purpose is not known, furnish an estimate and check payments listed must equal the adjusted gross				
Purchase of real estate	Purchase of real estate					Ófficers, Directors, &		
Purchase, rental or leasing and installation of machinery and equipment	Purchase, rental or leasing and installation of machinery and equipment		Salaries and fees		□ \$ _		\$	
Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger)	Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger)		Purchase of real estate		□ s _		s	
Repayment of indebtedness	may be used in exchange for the assets or securities of another issuer pursuant to a merger) \$ \$ \$ \$ \$ \$ \$ \$ \$		Purchase, rental or leasing and installation o	f machinery and equipment	□ s _		\$	
Working capital SSSSSSSSSSSSSSSSSSSSSSSSSSSSSSSSSSSS	Working capital SSSS Other (specify) SSSS Column Totals SSSS Total Payments Listed (column totals added) SSSSSSSSSSSSSSSSSSSSSSSSSSSSSSSSSS		Acquisition of other businesses (including the may be used in exchange for the assets or se	he value of securities involved in this offering that curities of another issuer pursuant to a merger)	□ \$ _		_ s	
Other (specify) Column Totals	Other (specify) Column Totals		Repayment of indebtedness		□ s _			
The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furniby the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502. Issuer (Print or Type) AMERICAN URANIUM CORPORATION Title of Signer (Print or Type) Title of Signer (Print or Type)	Total Payments Listed (column totals added) D. FEDERAL SIGNATURE The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502. Signature Signature AMERICAN URANIUM CORPORATION Title of Signer (Print or Type) Title of Signer (Print or Type)		Working capital		□ \$ _		_ \$	
The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furniby the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502. Issuer (Print or Type) Signature Signature Date August 24, 2007 Name of Signer (Print or type) Title of Signer (Print or Type)	D. FEDERAL SIGNATURE The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502. Signature AMERICAN URANIUM CORPORATION Title of Signer (Print or Type) Title of Signer (Print or Type)		Other (specify)		□ \$ _		_ \$	
D. FEDERAL SIGNATURE The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnish to the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502. Issuer (Print or Type) Signature Date August 24, 2007 Name of Signer (Print or type) Title of Signer (Print or Type)	D. FEDERAL SIGNATURE The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502. Signature AMERICAN URANIUM CORPORATION Title of Signer (Print or Type) Title of Signer (Print or Type)		Column Totals		□ s_		_ \$	
The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnish to the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502. Issuer (Print or Type) Signature Date August 24, 2007 Name of Signer (Print or type) Title of Signer (Print or Type)	The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502. Signature AMERICAN URANIUM CORPORATION Signature Colice 4 August 24, 2007 Title of Signer (Print or Type)		Total Payments Listed (column totals added)		= \$		0
The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnish to the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502. Issuer (Print or Type) Signature Date August 24, 2007 Name of Signer (Print or type) Title of Signer (Print or Type)	The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502. Signature AMERICAN URANIUM CORPORATION Signature Colice 4 August 24, 2007 Title of Signer (Print or Type)							
constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnish the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502. Issuer (Print or Type) Signature Olice 4 O. Let August 24, 2007 Name of Signer (Print or type) Title of Signer (Print or Type)	constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502. Signature AMERICAN URANIUM CORPORATION Signature College 4 C. L. August 24, 2007 Title of Signer (Print or Type)			D. FEDERAL SIGNATURE				
AMERICAN URANIUM CORPORATION Name of Signer (Print or type) Title of Signer (Print or Type) August 24, 2007	AMERICAN URANIUM CORPORATION Volice + Q. Let August 24, 2007 Name of Signer (Print or type) Title of Signer (Print or Type)							
Name of Signer (Print or type) Title of Signer (Print or Type)	Name of Signer (Print or type) Title of Signer (Print or Type)	cons	stitutes an undertaking by the issuer to furnish to the	he U.S. Securities and Exchange Commission, upon w	e is filed u vritten requ	nder Rule 505, the lest of its staff, the	following information	ng signature ation furnishe
		by th	stitutes an undertaking by the issuer to furnish to the issuer to any non-accredited investor pursuant the (Print or Type)	he U.S. Securities and Exchange Commission, upon we paragraph (b)(2) of Rule 502. Signature	Date	uest of its staff, the	followin informa	ng signature ution furnishe
Robert A. Rich President and Director	Robert A. Rich President and Director	Issue	stitutes an undertaking by the issuer to furnish to the issuer to any non-accredited investor pursuant the (Print or Type) ERICAN URANIUM CORPORATION	Signature Signature	Date	uest of its staff, the	followin	ng signature ution furnishe
		Issue	stitutes an undertaking by the issuer to furnish to the issuer to any non-accredited investor pursuant the (Print or Type) ERICAN URANIUM CORPORATION	Signature Signature	Date	uest of its staff, the	following	ng signature ution furnishe
		Issue AM Nam	stitutes an undertaking by the issuer to furnish to the issuer to any non-accredited investor pursuant the (Print or Type) ERICAN URANIUM CORPORATION The of Signer (Print or type)	Signature Signer (Print or Type)	Date	uest of its staff, the	followii informa	ng signature ution furnishe
		Issue AM Nam	stitutes an undertaking by the issuer to furnish to the issuer to any non-accredited investor pursuant the (Print or Type) ERICAN URANIUM CORPORATION The of Signer (Print or type)	Signature Signer (Print or Type)	Date	uest of its staff, the	followir	ng signature ution furnishe
		Issue AM Nam	stitutes an undertaking by the issuer to furnish to the issuer to any non-accredited investor pursuant the (Print or Type) ERICAN URANIUM CORPORATION The of Signer (Print or type)	Signature Signer (Print or Type)	Date	uest of its staff, the	followi	ng signature ation furnishe
		Issue AM Nam	stitutes an undertaking by the issuer to furnish to the issuer to any non-accredited investor pursuant the (Print or Type) ERICAN URANIUM CORPORATION The of Signer (Print or type)	Signature Signer (Print or Type)	Date	uest of its staff, the	followi	ng signature ution furnishe
		Issue AM Nam	stitutes an undertaking by the issuer to furnish to the issuer to any non-accredited investor pursuant the (Print or Type) ERICAN URANIUM CORPORATION The of Signer (Print or type)	Signature Signer (Print or Type)	Date	uest of its staff, the	followi	ng signature ation furnishe
		Issue AM Nam	stitutes an undertaking by the issuer to furnish to the issuer to any non-accredited investor pursuant the (Print or Type) ERICAN URANIUM CORPORATION The of Signer (Print or type)	Signature Signer (Print or Type)	Date	uest of its staff, the	followii	ng signature ation furnishe
		Issue AM Nam	stitutes an undertaking by the issuer to furnish to the issuer to any non-accredited investor pursuant the (Print or Type) ERICAN URANIUM CORPORATION The of Signer (Print or type)	Signature Signer (Print or Type)	Date	uest of its staff, the	followii	ng signature ation furnishe
ATTENTION	ATTENTON	Issue AM Nam	stitutes an undertaking by the issuer to furnish to the issuer to any non-accredited investor pursuant the (Print or Type) ERICAN URANIUM CORPORATION The of Signer (Print or type)	he U.S. Securities and Exchange Commission, upon we paragraph (b)(2) of Rule 502. Signature Colient A. C. Title of Signer (Print or Type) President and Director	Date	uest of its staff, the	followii	ng signature ation furnishe

		E. STATE SIGNATURE		
1.	Is any party described in 17 CFR 230.252(c), (d) provisions of such rule?	, (e) or (f) presently subject to any of the disqualification	Yes □	No ☑
		See Appendix, Column 5, for state response.		
2.	The undersigned issuer hereby undertakes to fur 239.500) at such times as required by state law.	nish to any state administrator of any state in which this no	otice is filed, a notice of l	Form D (17 CFR
3.	The undersigned issuer hereby undertakes to fur	nish to the state administrators, upon written request, infor-	mation furnished by the	issuer to offerees.
4.	The undersigned issuer represents that the issuer Exemption (ULOE) of the state in which this no establishing that these conditions have been satisfied.	is familiar with the conditions that must be satisfied to be tice is filed and understands that the issuer claiming the av- fied.	entitled to the Uniform lailability of this exempti	Limited Offering on has the burden of
	e issuer has read this notification and knows the co horized person.	ntents to be true and has duly caused this notice to be sign	ed on its behalf by the u	ndersigned duly
lss	uer (Print or Type)	Signature Date	:	
Αľ	MERICAN URANIUM CORPORATION	Rober + a. Lick Aug	gust 24, 2007	
Na	me of Signer (Print or type)	Title of Signer (Print or Type)		-
Ro	bert A. Rich	President and Director		

Instruction:

Print the name and title of the signing representative under this signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures

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APPENDIX

1		2	3			4		5		
	Intend to sell to non-accredited investors in State (Part B – Item 1) Intend to sell to Type of security and aggre offering price offered in st			Type of	und ULO ar expla	alification er State E (if yes, ttach nation of r granted E – Item 1)				
State	Yes	No		Number of Accredited Investors	Amount	Number of Nonaccredited Investors	Amount	Yes	No	
AL										
AK						-				
AZ										
AR										
CA										
СО										
CT										
DE										
DC										
FL										
GA										
HI										
ID										
IL										
IN										
IA										
KS										
KY										
LA										
ME										
MD										
MA								•		
MI							1			
MN										
MS										
мо										
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APPENDIX

1		2	3			4		5			
	Intend to sell to non-accredited investors in State (Part B – Item 1)		Type of security and aggregate offering price offered in state (Part C – Item 1)	Type of investor and amount purchased in State (Part C – Item 2)					Disqualification under State ULOE (if yes, attach explanation of waiver granted (Part E – Item 1)		
State	Yes	No		Number of Accredited Investors	Amount	Number of Nonaccredited Investors	Amount	Yes	No		
MT	-	·									
NE	-								-		
NV		x	6,000,000 Common	1	Nil	Nil	Nil		X		
NH							·				
NJ											
NM		-					 				
NY											
NC	i								-		
ND											
ОН											
ок											
OR											
PA											
RI											
sc											
SD											
TN											
TX											
UT											
VT					 						
VA											
WA											
wv											
WI								-			
WY								TA			
PR								レン人			